

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

United States Court  
Southern District of Texas  
FILED

OCT 30 2002

Michael N. Milby, Clerk

In re ENRON CORPORATION  
SECURITIES LITIGATION

This Document Relates To:

MARK NEWBY, *et al.*, individually  
and on behalf of all others similarly  
situated,

Plaintiffs,

v.

ENRON CORP., *et al.*

Defendants.

Civil Action No. H-01-3624  
(Consolidated)

ABBAY NATIONAL TREASURY  
SERVICES plc

Plaintiff,

v.

CREDIT SUISSE FIRST BOSTON  
CORPORATION, et al

Defendants.

Civil Action No. H-02-3869

**DEFENDANTS CREDIT SUISSE FIRST BOSTON CORPORATION  
AND J.P. MORGAN SECURITIES INC.'S  
NOTICE OF CONSOLIDATION, AND IN THE ALTERNATIVE,  
MOTION TO CONSOLIDATE**

Defendants Credit Suisse First Boston Corporation ("CSFB Corp.") and J.P.  
Morgan Securities Inc. (formerly known as Chase Securities Inc.). ("JP Morgan  
Securities") file this Notice of Consolidation, and in the alternative, Motion to

11/17

Consolidate pursuant to Local Rule 7.6 and the Court's December 12, 2001 Order of Consolidation (Instrument # 17), and respectfully show the Court as follows:

On or about October 11, 2002, Abbey National Treasury Services, plc ("Abbey") commenced an Enron-related action against CSFB Corp., JP Morgan Securities and others by filing a Complaint in the United States District Court for the Southern District of Texas, Houston Division, styled *Abbey National Treasury Services plc v. Credit Suisse First Boston Corporation, et al.* (hereinafter the "Complaint," a copy of which is attached hereto as Exhibit 1).<sup>1 2</sup>

Abbey alleges, among other things, that its action arises out of alleged securities fraud in the sale of certain senior secured notes issued by two Enron Corporation Special Purpose Entities – Marlin Water Trust II and Marlin Water Capital Corp. II. (Complaint at 2, Exhibit 1). Abbey further contends that the Enron financial statements were allegedly fraudulent "because Enron's earnings were grossly inflated and Enron's off-balance sheet debt was so large that its bankruptcy filing was inevitable." (Complaint at 3, Exhibit 1). Abbey also contends that "the Offering Memorandum materially misrepresented Enron's precarious financial condition by relying on Enron balance sheets and profit and loss statements that hid billions of dollars of debt 'off balance sheet' that should have been reported on Enron's consolidated financial statements." (Complaint at 6, Exhibit 1). Finally, Abbey contends that the defendants "actively participated in the

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<sup>1</sup> Abbey purports to be suing certain entities affiliated with Credit Suisse First Boston Corporation, which entities have not been properly served and are not subject to the jurisdiction of the Court. This submission is on behalf of Credit Suisse First Boston Corporation only, and does not waive any jurisdictional arguments available to its affiliates, including insufficiency of service of process.

<sup>2</sup> In addition, this submission is on behalf of J.P. Morgan Securities Inc. (formerly known as Chase Securities Inc.). However, because it is unclear whether J.P. Morgan Securities Inc. or any entity affiliated with it has been properly served, J.P. Morgan Securities Inc. does not waive any jurisdictional defenses available to it or its subsidiaries or affiliates, including but not limited to improper service and insufficient service of process.

preparation and dissemination of the Marlin Water Trust II Offering Memorandum that fraudulently misrepresented the material facts of Enron's financial condition . . .” (Complaint at 26-27, Exhibit 1).

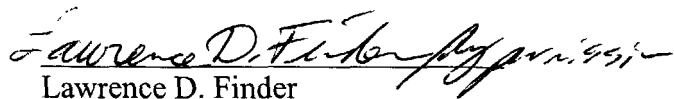
The December 12, 2001 Order of Consolidation provides:

Pursuant to Rule 42 of the Federal Rules of Civil Procedure and Local Rule 7.6, and to secure the interests of justice, the actions involving or related to the financial difficulties of Enron Corporation, pending in the Southern District of Texas, are consolidated in the court in which the oldest related case was filed in this district, which is Civil Action No. H-01-3624, *Newby v. Enron Corporation, et al.* Other actions later filed in this District relating to the same core of operative facts and issues will also be consolidated in this Court.

See December 12, 2001 Order. (Instrument # 17) Abbey's action is an action “involving or related to the financial difficulties of Enron Corporation, pending in the Southern District of Texas.” Abbey's action is also an action “later filed in this District relating to the same core of operative facts and issues” as in *Newby*.

WHEREFORE, Credit Suisse First Boston Corporation and J.P. Morgan Securities Inc. respectfully requests that the *Abbey* action, Civil Action No. H-02-3869, be consolidated with Civil Action No. H-01-3624, *Newby v. Enron*.

Respectfully submitted,



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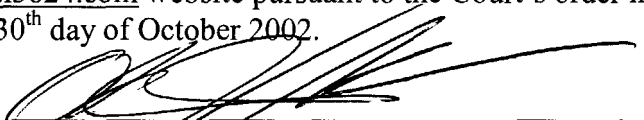
## CERTIFICATE OF CONFERENCE

On October 29, 2002, I conferred Autry Ross, an attorney representing Abbey National Treasury Services plc, regarding this Notice of Consolidation, and in the Alternative Motion to Consolidate. Mr. Ross indicated that he is unable at this time to confirm Abbey National Treasury Services plc's position with regard the this is Notice/Motion.

  
Odean L. Volker

## CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing instrument was served on counsel for Abbey National Treasury Services plc pursuant to the Federal Rules of Civil Procedure and a true and correct copy of the foregoing instrument was served electronically via the [www.esl3624.com](http://www.esl3624.com) website pursuant to the Court's order in *Newby v. Enron Corp. et al.* on this 30<sup>th</sup> day of October 2002.

  
Odean L. Volker

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The Exhibit(s) May  
Be Viewed in the  
Office of the Clerk